

EXHIBIT 12

FILE

1

goto/content/jhdocs/about/advertisers/mediakit/rates.jhtml

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<HTML>
<HEAD>
<TITLE>GoTo.com Media Kit / ADVERTISING RATES & SPECS</TITLE>

</HEAD>
<BODY BGCOLOR="#FFFFFF">

<CENTER>

<TABLE BORDER=0 CELLPADDING=0 CELLSPACING=0 WIDTH="678">
<TR>

<TD COLSPAN=2><A NAME="top">
<MAP NAME="header">
  <AREA SHAPE="circle" COORDS="80,44,42" HREF="http://www.goto.com/">
</MAP>
<IMG SRC="/images/about/mediakit/header.gif" WIDTH="678" HEIGHT="87" BORDER="0" HSPACE="0" VSPACE="0" ISMAP USEMAP="#header"></A></TD>

</TR>
<TR>
<TD COLSPAN="2">
<MAP NAME="navbar_static">
  <AREA SHAPE="rect" COORDS="582,6,668,27" HREF="javascript:window.close()">
  <AREA SHAPE="rect" COORDS="461,4,574,26" HREF="signup.jhtml">
  <AREA SHAPE="rect" COORDS="381,6,453,28" HREF="faq.jhtml">
  <AREA SHAPE="rect" COORDS="126,3,234,26" HREF="testimonials.jhtml">
  <AREA SHAPE="rect" COORDS="3,5,117,28" HREF="fact_sheet.jhtml">
</MAP>
<IMG SRC="/images/about/mediakit/navbar_adrates.gif" WIDTH="678" HEIGHT="33" BORDER="0" HSPACE="0" VSPACE="0" ALIGN="BOTTOM" USEMAP="#navbar_static" ISMAP></TD>

</TR>
<TR>
<TD BGCOLOR="#FFCC00" WIDTH="165" VALIGN="TOP">
<BR>
<BR>
<IMG SRC="/images/about/mediakit/buttons/search_term.gif" WIDTH="164" HEIGHT="48" BORDER="0" HSPACE="0" VSPACE="0">
<a href="banner_ads.jhtml"><IMG SRC="/images/about/mediakit/buttons/banner_ads_dead.gif" WIDTH="164" HEIGHT="48" BORDER="0" HSPACE="0" VSPACE="0"></a>
<IMG SRC="/images/about/mediakit/buttons/spacer.gif" WIDTH="164" HEIGHT="48" BORDER="0" HSPACE="0" VSPACE="0">
<!-- BEGIN NESTED TABLE FOR TEXT -->
<TABLE BORDER=0 CELLPADDING=8 CELLSPACING=0 WIDTH=502>
<TR>
<TD VALIGN="TOP">
<center><IMG SRC="/images/about/mediakit/headers/search_term.gif" ALT="Search Term Line Ads" WIDTH="400" HEIGHT="50" HSPACE="0" VSPACE="0"></center>

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F 1 4

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<http://www.gototools.com/goto/content/jhdocs/about/advertisers/mediakit/rates.jhtml>

<P><P>Search Term Line Advertising enables you to determine your placement within our search results and target your audience more efficiently than any other marketing mechanism. You only pay for the traffic you receive. Below are the rates and specifications.</P>

<P><H3>Pricing:</H3></P>

 Bids <I>the price you agree to pay per click-through for each search term</I> must be at least \$0.01 and increase in \$0.01 increments. You will want to place a bid that is competitive within your category. We suggest that you look up some of the search terms you're interested in bidding on and look at the highest current bid price on that results page. Current bids are indicated by the "cost to advertiser: \$0.01" notation after each site description.

 Sites are displayed in price-descending order when people type the search terms you specify. For example, if you select the search term "consumer electronics" (at a price of \$0.05), your site will be displayed above unpaid sites, above sites that have paid less (\$0.01 - \$0.04) and below sites that have paid more (\$0.06 and above).

 GoTo accepts Visa, MasterCard, American Express, and checks. A credit card will be billed when your listing is on line. The minimum order is \$25.00.

<P><H3>Specification:</H3></P>

 There is no limit to the number of search terms you may purchase.

 Only one site per search term is permitted.

 You should consider selecting synonyms, variants and misspellings. Moreover, be sure to include the name of your company and its products as search terms.

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 All advertising titles and descriptions must clearly relate to the search term and are subject to editorial review.

 GoTo does not knowingly accept any advertisement that in itself or through the site it links to is false or misleading, defamatory, abusive, or threatening or violates the law. Please visit our policy form for more details on our advertising policies at <http://www.goto.com/d/about/advertisers/policy.jhtml>

 Adult content advertisers must choose search terms that are clearly adult. In other words, adult sites may not associate search terms that could be associated with non-adult sites ­ for example, "girl" or "woman" or "cheerleader". Our editorial department adheres to this policy without exception. Furthermore, GoTo will not accept adult content sites that promote or depict acts of violence or any activity that is generally illegal in the United States, such as assault, incest, rape or prostitution.

 GoTo reserves the right to reject or remove any advertisement at its discretion.

 Orders are normally processed and on-line within 3-5 business days.
 <H3>Contacts:</H3>

<P><P>Please email
 advertise@goto.com or call us toll free in the U.S.
 + at 1-877-WWW-GOTO (1-877-999-4686) for any questions, or sign up at
 <http://www.goto.com/d/about/advertisers/></P>

</TD>

</TR>

</TABLE>

</TD>

</TR>

<TR>

<TD BGCOLOR="#FFCC00" ALIGN= CENTER><P ALIGN= CENTER>
 <IMG SRC="/images/about/mediakit/buttons/arrow_button.gif" ALT="BACK TO TOP" W
 + IDTH="115" HEIGHT="65" BORDER=0></TD>

<TD></TD>

</TR>

</TABLE>

goto/content/jhdocs/about/advertisers/mediakit/rates.jhtml

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</BODY>
</HTML>